RESOLUTION NUMBER R-__299444__

ADOPTED ON __JUL 13 2004__

BE IT RESOLVED, by the Council of the City of San Diego, acting on behalf of the City

of San Diego as the sole member [Member] of San Diego Data Processing Corporation [SDDPC]

that the voting proxy of the City as the Member of the SDDPC, be delegated to the City

Manager, without limitation, over matters related to SDDPC.

BE IT FURTHER RESOLVED, that officers and employees of the City shall be eligible

to serve as voting members of the SDDPC Board of Directors [Board].

BE IT FURTHER RESOLVED, that the City Manager is hereby directed to change the

Board's composition to include three City staff as part of the seven-member Board: the City's

Chief Information Officer [CIO] and two additional staff at the Deputy City Manager or

Department Director level.

BE IT FURTHER RESOLVED, that SDDPC, its Board, officers and employees are

hereby directed to fully and timely cooperate in all matters related to the City's efforts to develop
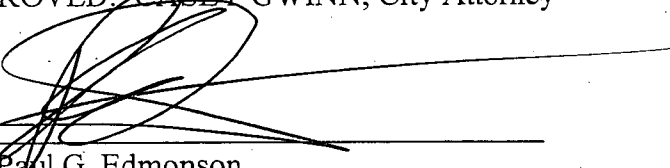
an implementation plan.

BE IT FURTHER RESOLVED, that SDDPC shall provide the City Manager with

quarterly financial information following a SEC 10-Q format that includes: (1) financial

statements; (2) management's discussion and analysis of financial condition and results of

operations; (3) quantitative and qualitative disclosures about market risk; (4) controls and

procedures; and (5) legal proceeding that have been initiated or terminated during the reporting

period (without violating attorney-client disclosures).

BE IT FURTHER RESOLVED, that SDDPC shall provide the City Manager a monthly financial report.

BE IT FURTHER RESOLVED, that in the event of a conflict between this Resolution and the current SDDPC Bylaws or Operating Agreement between the City and SDDPC, this Resolution shall take precedence over any and all conflicting document(s).

APPROVED: CASEY GWINN, City Attorney

By

Paul G. Edmonson
Deputy City Attorney

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